



Order Filed on September 27, 2023
by Clerk
U.S. Bankruptcy Court
District of New Jersey

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY

Caption in Compliance with D.N.J. LBR 9004-1(b)
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Counsel to Debtors

In re:

DAVID'S BRIDAL, LLC, *et al.*,

Debtors.¹

Chapter 11

Case No. Case No. 23-13131 (CMG)

Judge: Christine M. Gravelle

(Jointly Administered)

¹ The debtors in these chapter 11 cases, along with the last four digits of each debtor's federal tax identification number, are: David's Bridal, LLC (4563); DBI Midco, Inc. (7392); DBI Holdco II, Inc. (7512); DBI Investors, Inc. (3857); David's Bridal Canada, Inc. (N/A); Blueprint Registry, LLC (2335). The location of debtor David's Bridal, LLC's principal place of business and the debtors' service address in these chapter 11 cases is 1001 Washington Street, Conshohocken, Pennsylvania 19428.

DATED: September 27, 2023

65783/0001-46145523v1

A handwritten signature in black ink, reading "Christine M. Gravelle".
Honorable Christine M. Gravelle
United States Bankruptcy Judge

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Debtors: DAVID'S BRIDAL, LLC, *et al.*

Case No. 23-13131-CMG

Caption of Order: OMNIBUS ORDER GRANTING FINAL ALLOWANCE OF
COMPENSATION FOR SERVICES RENDERED AND FOR
REIMBURSEMENT OF EXPENSES

**OMNIBUS ORDER GRANTING FINAL ALLOWANCE OF COMPENSATION
FOR SERVICES RENDERED AND FOR REIMBURSEMENT OF EXPENSES**

The relief set forth on the following pages, numbered two (2) through four (4) is hereby

ORDERED.

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Debtors: DAVID'S BRIDAL, LLC, *et al.*

Case No. 23-13131-CMG

Caption of Order: OMNIBUS ORDER GRANTING FINAL ALLOWANCE OF
COMPENSATION FOR SERVICES RENDERED AND FOR
REIMBURSEMENT OF EXPENSES

Upon the final fee applications in these cases (the “**Final Fee Applications**”) of those professionals referenced on **Exhibit A** attached hereto, (the “**Applicants**”), pursuant to sections 327, 328, 330, 331 and 503 of title 11 of the United States Code and Rule 2016 of the Federal Rules of Bankruptcy Procedure, for the final allowance of certain fees and expenses incurred, for the period covered by the dates referenced in the Final Fee Applications (the “**Compensation Period**”); and the Court having reviewed the application of each Applicant for allowance of final compensation for professional services and for reimbursement of expenses referenced on **Exhibit A** attached hereto, and any supplements filed with respect thereto (the “**Supplements**”); and the Court finding that: (a) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; (b) notice of the Final Fee Applications was adequate under the circumstances; and (c) all persons with standing have been afforded the opportunity to be heard on the Final Fee Applications; and after due deliberation thereon and good and sufficient cause appearing therefor, it is hereby **ORDERED, ADJUDGED, AND DECREED THAT:**

1. The Final Fee Applications are GRANTED to the extent set forth herein.
2. Each of the Applicants is allowed compensation, on a final basis, for services rendered, and reimbursement for actual and necessary expenses incurred, during the Compensation Period and the period described in the Supplements in the amounts listed for “Final Fees Approved” and “Final Expenses Approved” on **Exhibit A**, including any and all holdbacks.
3. The Debtors are authorized to pay, from the Professional Fee Escrow Accounts (as defined in Asset Purchase Agreement, dated July 14, 2023, annexed to Docket No. 660 as Exhibit A), the unpaid portions of such allowed fees and expenses to each of the Applicants listed on

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Debtors: DAVID'S BRIDAL, LLC, *et al.*

Case No. 23-13131-CMG

Caption of Order: OMNIBUS ORDER GRANTING FINAL ALLOWANCE OF
COMPENSATION FOR SERVICES RENDERED AND FOR
REIMBURSEMENT OF EXPENSES

Exhibit A; *provided, however,* that any Applicants holding a retainer from the Debtors shall be permitted, and are directed, to first apply the balance of any such retainer towards the payment of such unpaid fees and expenses.

4. This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation of this Order.

EXHIBIT A

APPLICANT AND TITLE	DKT. NO. FOR FINAL FEE APP. / SUPP.	FINAL FEES APPROVED	FINAL EXPENSES APPROVED	TOTAL AMOUNT APPROVED	TOTAL AMOUNT DUE
Kirkland & Ellis LLP and Kirkland & Ellis International LLP (Co-Counsel to Debtors)	798 873	\$2,112,780.50	\$55,292.65	\$2,168,073.15	\$485,161.46
Cole Schotz P.C. (Co-Counsel to Debtors)	802 871	\$992,059.25	\$10,182.63	\$1,002,241.88	\$345,417.80
Osler, Hoskin & Harcourt LLP (Canadian Counsel to Debtors)	797 872	CAD \$746,533.94	CAD \$4,393.85	CAD \$750,927.79	CAD \$215,814.87
Berkley Research Group, LLC (Financial Advisor to the Debtors)	801 874	\$1,138,566.50	\$3,484.17	\$1,142,050.67	\$440,158.81
A&G Realty Partners, LLC (Real Estate Consultant and Advisor to the Debtors)	806	\$301,203.94	\$0.00	\$301,203.94	\$4,000.00
Deloitte Tax LLP (Tax Advisory Services Provider for the Debtors)	803 867	\$68,811.80	\$99.12	\$68,910.92	\$68,910.92
Omni Agent Solutions (Administrative Agent to Debtors)	796	\$35,845.58	\$0.00	\$35,845.58	\$34,463.12
Pachulski Stang Ziehl & Jones LLP (Counsel to Official Committee of Unsecured Creditors)	799 808 875	\$439,998.00	\$9,722.75	\$449,720.75	\$268,701.33
Province, LLC (Financial Advisor to Official Committee of Unsecured Creditors)	805 876	\$514,773.00	\$1,251.07	\$516,024.07	\$120,137.00

In re:
David's Bridal, LLC
Debtor

Case No. 23-13131-CMG
Chapter 11

CERTIFICATE OF NOTICE

District/off: 0312-3
Date Rcvd: Sep 27, 2023

User: admin
Form ID: pdf903

Page 1 of 9
Total Noticed: 2

The following symbols are used throughout this certificate:

Symbol	Definition
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+	Addresses marked '+' were corrected by inserting the ZIP, adding the last four digits to complete the zip +4, or replacing an incorrect ZIP. USPS regulations require that automation-compatible mail display the correct ZIP.
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Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Sep 29, 2023:

Recip ID	Recipient Name and Address
db	+ David's Bridal, LLC, 1001 Washington Street, Conshohocken, PA 19428-2356
aty	+ Kirkland & Ellis LLP, 601 Lexington Avenue, New York, NY 10022-4643

TOTAL: 2

Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.
Electronic transmission includes sending notices via email (Email/text and Email/PDF), and electronic data interchange (EDI).

NONE

BYPASSED RECIPIENTS

The following addresses were not sent this bankruptcy notice due to an undeliverable address, *duplicate of an address listed above, *P duplicate of a preferred address, or ## out of date forwarding orders with USPS.

NONE

NOTICE CERTIFICATION

I, Gustava Winters, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 309): Pursuant to Fed .R. Bank. P.2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Sep 29, 2023

Signature: /s/Gustava Winters

CM/ECF NOTICE OF ELECTRONIC FILING

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on September 27, 2023 at the address(es) listed below:

Name	Email Address
Adam Nach	on behalf of Creditor DeRito Talking Stick South LLC adam.nach@lane-nach.com, aimee.bourassa@lane-nach.com;helen.santilli@lane.nach.com;sheila.rochin@lane.nach.com
Adam M. Levy	on behalf of Unknown Role Type France Lab Inc. alevy@dglaw.com
Alan J. Brody	on behalf of Attorney BANK OF AMERICA N.A. brodya@gtlaw.com NJLitDock@gtlaw.com
Amy Elizabeth Vulpio	on behalf of Creditor Google LLC vulpioa@whiteandwilliams.com
Angela L Mastrangelo	on behalf of Interested Party CFC Phase II LLC mastrangelo@bk-legal.com, bhoffmann@bk-legal.com

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Bradford J. Sandler	on behalf of Other Prof. Province LLC bsandler@pszjlaw.com, mseidl@pszjlaw.com;lsc@pszjlaw.com
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Brett D. Goodman	on behalf of Creditor Santee Trolley Square 991 LP brett.goodman@afslaw.com, john.murphy@troutman.com
Brett D. Goodman	on behalf of Creditor KIR Soncy L.P. brett.goodman@afslaw.com john.murphy@troutman.com
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Brigitte G McGrath	on behalf of Creditor Unique Structures LLC bmcgrath@askllp.com
Christopher Cook	on behalf of Interested Party Spirit Master Funding IV LLC and Spirit MT Topeka KS, LLC christopher.cook@kattenlaw.com
Conrad K. Chiu	on behalf of Creditor Hanover Estates LLC cchiu@pryorcashman.com
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David P. Primack	on behalf of Creditor TKG Meridian Towne Center LLC dprimack@mdmc-law.com kpatterson@mdmc-law.com
David P. Primack	on behalf of Creditor TKG Biscayne LLC dprimack@mdmc-law.com, kpatterson@mdmc-law.com
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District/off: 0312-3

User: admin

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Louis T. DeLucia

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Mark E. Hall

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Mark Edward Hall

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Michael Kwiatkowski

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